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ROMA GROUP LIMITED

羅馬集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8072)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 12 JULY 2013

The Board is pleased to announce that all the resolutions proposed were duly passed by the Shareholders by way of poll at the AGM held on 12 July 2013.

Reference is made to the notice of the annual general meeting of Roma Group Limited (the “**Company**”) dated 11 June 2013 (the “**Notice of AGM**”) and the circular of the Company dated 11 June 2013 (the “**Circular**”).

POLL RESULTS OF THE AGM

The board of directors of the Company (the “**Board**”) is pleased to announce that [all the resolutions proposed as set out in the Notice of AGM were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 12 July 2013 (the “**AGM**”).

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of Shares Actually Voted (%)	
		For	Against
1.	To consider and approve the audited financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 March 2013.	600,010,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Luk, Kee Yan Kelvin as executive Director.	600,010,000 (100%)	0 (0%)
	(b) To re-elect Mr. Yue, Kwai Wa Ken as executive Director.	600,010,000 (100%)	0 (0%)
	(c) To re-elect Mr. Chan, Ka Kit as independent non-executive Director.	600,010,000 (100%)	0 (0%)
	(d) To authorize the Board to fix the remuneration of the directors.	600,010,000 (100%)	0 (0%)
3.	To re-appoint BDO Limited as the auditors of the Company and to authorize the Board to fix their remuneration.	600,010,000 (100%)	0 (0%)
4.	To grant a general mandate to the directors to allot and issue shares of the Company (the “Shares”).	600,010,000 (100%)	0 (0%)
5.	To grant a general mandate to the directors to repurchase Shares.	600,010,000 (100%)	0 (0%)
6.	To extend the general mandate to the directors to issue Shares by the number of Shares repurchased.	600,010,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions number 1 to 6, all resolutions were duly passed as ordinary resolutions of the Company.

Notes:

1. As at the date of the AGM, the total number of issued shares of the Company was 800,000,000 shares, which represented the total number of shares entitling the holders to attend and vote on the proposed resolutions at the AGM.

2. There were no Shareholders, who, pursuant to Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), were required to abstain from voting in favour of any of the proposed resolutions at the AGM, nor were there any Shareholders who were required under the GEM Listing Rules to abstain from voting.
3. No parties have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.
4. For the above resolutions, the Shareholders, authorised proxies or authorised representatives holding in aggregate of 600,010,000 shares, representing approximately 75% of the total voting shares of the Company, were present at the AGM.
5. The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Roma Group Limited
Yue Kwai Wa Ken

Executive Director and Company Secretary

Hong Kong, 12 July 2013

As at the date of this announcement, the executive directors of the Company are Mr. Luk, Kee Yan Kelvin and Mr. Yue, Kwai Wa Ken, and the independent non-executive directors of the Company are Mr. Chan, Ka Kit, Mr. Lam, Pak Cheong and Mr. Ng, Simon.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting. This announcement will also be published on the Company’s website at www.romagroup.com.

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